

IN THE UNITED STATES DISTRICT COURT FOR THE
EASTERN DISTRICT OF PENNSYLVANIA

GATX TECHNOLOGY SERVICES CORPORATION,

Plaintiff,

v.

Civil Action No. 02-CV-3225

COMMONWEALTH CAPITAL CORP. and AVON PRODUCTS, INC.,

Defendants.

ORDER

AND NOW, this day of *June, 2003*, it is hereby ORDERED and DECREED that the funds paid in the Registry of this Court, in this case, along with interest but subject to reduction for usual and normal fees and expenses, shall be paid over to Commonwealth Capital Corporation at the earliest date on which this can be accomplished.

Clifford Scott Green, Sr., J.

IN THE UNITED STATES DISTRICT COURT FOR THE
EASTERN DISTRICT OF PENNSYLVANIA

GATX TECHNOLOGY SERVICES CORPORATION,

Plaintiff,

v.

Civil Action No. 02-CV-3225

COMMONWEALTH CAPITAL CORP. and AVON PRODUCTS, INC.,

Defendants.

JOINT MOTION BY ALL PARTIES FOR PAYMENT OF DEPOSITED FUNDS IN THE
REGISTRY OF THE COURT TO COMMONWEALTH CAPITAL CORPORATION

GATX Technology Services Corporation, Commonwealth Capital Corporation and Avon Products, Inc. jointly request that this Court issue an Order directing the Clerk of this Court to pay the amount held in the Registry of the Court in this case, including interest thereon, but subject to reduction for normal fees and expenses incurred, to Commonwealth Capital Corporation.

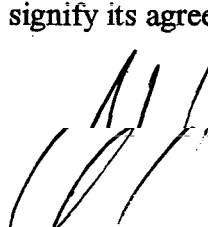
In support of this Motion, the parties represent as follows:

- I. This action was begun by Complaint for Interpleader and For Discharge of Liability by GATX Technology Services Corporation, on or about May 24, 2002.
2. At that time, GATX deposited the sum of \$411,784.53 in the Registry of this Court.
3. **Since that time, there has been a settlement reached in the related case of Commonwealth Capital Corporation vs. Avon Products, Inc., United States District Court for the Eastern District of Pennsylvania, Civil Action No. 01 CV 6915, which includes parties to this**

case and El Camino Resources, Ltd. The settlement in that case resolves the issues concerning the deposited funds in this case.

4. Pursuant to the settlement agreement made by Commonwealth Capital Corporation, Avon Products, Inc., GATX Technology Services Corp., and EL Camino Resources, Ltd., these parties have agreed that the amount in the Registry of this Court in this matter, described above, will be paid to Commonwealth Capital Corporation, with the accrued interest, but subject to reduction for usual and normal fees and expenses.

WHEREFORE, the parties to this case, Commonwealth Capital Corporation, Avon Products, Inc., and GATX Technology Services Corp. jointly ask this Court to issue as Order directing the Clerk of this Court to pay all funds in the Registry of this Court in this case, including interest but subject to reduction for usual and normal fees and expenses, to the Commonwealth Capital Corporation, at the earliest time at which such payment can be made. El Camino Resources, Ltd., although not a party to this interpleader case, joins in this Motion to signify its agreement herein.



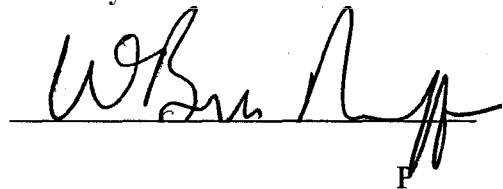
By: CA ' /

Richard Bazelon, Esquire Noah H. Charlson, Esquire Bazelon, Less & Feldman,
P.C. 1515 Market Street, Suite 700 Philadelphia, PA 19102

By:

Daniel Dugan, Esquire Bruce Bellingham, Esquire Spector Gadon & Rosen, P.C. 1635 Market
Street, Seventh Floor Philadelphia, PA 19102
Attorneys for Plaintiff

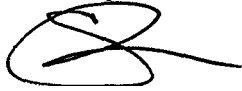
GATX Technology Services Corporation
Attorneys for Defendant Commonwealth Capital Corporation


P

By:

**W. Bourne Ruthrauff, Esquire Bennett, Bricklin & Saltzburg, LL 1601 Market Street, 16" Floor
Philadelphia, PA 19103**

Attorneys for Defendant Avon Products, Inc.

A handwritten signature in black ink, appearing to be 'Sherry D. Lowe', with a stylized, looping initial 'S' and a trailing line.

By:

Sherry D. Lowe, Esquire

**Nelson, Levine, DeLuca & Horst, LLC Four Sentry Parkway
Suite 300**

Blue Bell, PA 19422

Attorneys for El Camino Resources, Ltd.